

# Arkansas, Inc.

News for Arkansas Corporations from Secretary of State Charlie Daniels

Volume 2, Issue 1 ♦ April 2005

[www.sos.arkansas.gov](http://www.sos.arkansas.gov)

## Online Services Improve Features, Usage

The Business and Commercial Services Division's continual improvement of online services, along with client feedback, has proven to be a successful formula. As shown below, 2004 was one of the more productive years in terms of improvements of current online services.

ONLINE FILINGS	2003	2004	Increase
Corporate	5,902	8,980	+34.27%
Franchise Tax	3,847	8,811	+56.33%
UCC	26,564	43,337	+38.70%
Certificates of Good Standing	1,486	3,673	+59.54%

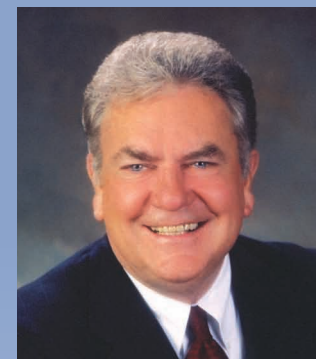
The duty of the Secretary of State's BCS office is to provide easy and efficient methods for searching or filing any of the documents processed in the office. This is why there have been several projects taking place within the BCS division to develop new and improved online

products. XML Bulk Filing is now available for Franchise Tax Filing and is close to going live for UCC Filing. For those unfamiliar with this technology, XML is an abbreviation for Extensible Markup Language. It is an open-standards-based technology. The purpose of XML is the transmission of

documents in both the public and private sector. XML provides a mechanism to label sets of data so they can be shared between systems. This technology

is already being used in many systems including cellular phones, Palm Pilots, and Windows applications. It will not only help those who are interested in XML Filing, but also enable future generations to easily exchange data with the BCS division.

(See **ONLINE** on page 3)



Secretary of State Charlie Daniels

I'm proud to report that the hassle of paying franchise taxes is something of the past! No more standing in line, arriving at the Business and Commercial Services office too late, or looking for a stamp to mail forms. In an effort to streamline and provide more efficient and convenient service to the citizens of Arkansas, we have made paying franchise taxes as easy as logging onto [www.sos.arkansas.gov](http://www.sos.arkansas.gov).

Fast, accurate and efficient service is required in today's computer-driven society, and we try to stay on the cutting edge of computer technology. Our first-rate staff stands ready to answer questions, walk customers through the online process and provide the backup necessary for the first-time user. This type of support brings a level of reassurance and confidence to the first-time customer.

In an effort to fund mandated improvements in Arkansas's public schools, the Legislature passed Act 94 of 2003, changing both the amounts and time frame for paying franchise taxes. Please make note of the new date to file taxes without penalty. The date was moved from June 1

(See **LETTER** on page 3)

## Using State Documents in Foreign Countries

Many transactions in foreign countries involve documents prepared in the U.S. or issued by state governmental agencies. Whether the transaction involves setting up an import business or adopting a baby, selling products overseas or studying abroad, foreign governments must rely on documents issued and recorded by states, cities and counties that are unfamiliar to them. To be accepted, these documents must be authenticated or certified in some way, and the Arkansas Secretary of State provides this service. Apostille (pronounced aap'-puh-steel') and authentication certificates can be added to documents to verify their authenticity and add to their validity as legal documents.

Prior to the introduction of Apostille certificates, there was a considerable burden on international courts and authorities to judge foreign documents as authentic. On October 5, 1961, the Hague Convention abolished the requirement of legalization for foreign public documents. The Convention reduces the formalities of legalization to the simple delivery of a certificate in a prescribed form (an "Apostille") by the authorities of the state where the document originates. (See **APOSTILLE** on page 2)

**Business and Commercial Services****Frequently Asked Questions****Q: How do I obtain a copy of a corporate filing?**

**A:** A copy or certified copy of the original filing can be obtained from our Records Department. The cost is a minimum of \$2.50 by mail and \$.50 per page thereafter. A certified copy is \$5.00 plus the per-page cost for the copies.

**Q: What is the "date of qualification" on the tax forms?**

**A:** The qualification date is the original file date of Incorporation or Certificate of Authority with the Arkansas Secretary of State.

**Q: My corporation or LLC went out of business. Does it still owe franchise taxes?**

**A:** Yes, the company will continue to owe annual franchise taxes until properly dissolved with the Arkansas Secretary of State.

**Q: How can I check corporate status?**

**A:** The status of any corporation, along with the registered agent, can be checked on our website by searching the entity name.

**Q: I am trying to file franchise tax online. I entered the file number, but my company does not appear. What is the problem?**

**A:** You must enter the file number and the federal I.D. number to access a company in order to pay franchise taxes online.

**Q: Does a non-profit company file an annual report?**

**A:** Annual reports are not required for non-profit companies.

**Q: When completing an online filing, it asks for a signature. Do I need special software?**

**A:** No, just type your name in the space provided exactly as it appears in section 2 of the online form.

**Q: How can I change the officers' names of my corporation?**

**A:** Recording officer changes can be made at no cost when filing the company's annual report to the SOS office. Changes made at any other time must be made by filing articles of amendments. Please see our website for additional details.

**Q: When I incorporate online, how do I know if the documents processed correctly?**

**A:** Customers receive a printable confirmation immediately. The Secretary of State's office mails the certificate and file-stamped filing to the customer. If for some reason the Secretary of State cannot complete the online filing, the customer will be notified by e-mail.

**Q: How do I change the name on my notary?**

**A:** Our office requires a certified copy of the marriage license, divorce or court decree. A new stamp reflecting the name change must be purchased. New seals are available from several sources, including most office supply stores.

**Q: How do I renew my notary commission?**

**A:** By submitting a new bond, application and filing fee to the Business and Commercial Services Division of the Arkansas Secretary of State.

**APOSTILLE, continued from page 1**

This certificate, placed on or attached to the document, is dated, numbered and registered. To verify the registration, officials can simply request information from the authority that delivered the certificate.

Since October 15, 1981, the United States has been part of the 1961 Hague Convention. Documents destined for use in participating countries and their territories should be certified by one of the officials in the jurisdiction in which the document has been executed. In Arkansas, the Secretary of State issues certifications by Apostille. With this certification, the document is entitled to recognition in the country of intended use; there is no further requirement for certification by the authentications office or legalization by the embassy or consulate of the foreign country where the document is to be used. Certificates can also be added indicating that the notary public who notarized the document is a duly commissioned notary of the state of Arkansas and has the authority to act as such.

The uses of Apostilles are very specific and detailed in the Hague agreement. Its use is monitored by the U.S. Department of State. The State Department noted in a recent communication that the Apostille is not appropriate "if the document is intended for use in the U.S. or in a country not party to the Hague Legalization Convention." It must also be noted that the addition of an Apostille certificate does not add any more "validity" or "legality" to a document that the document does not already have, nor does it change the nature or meaning of the actual document.

When requesting an Apostille, you will need to provide the original document or certified copy, the name of the country in which the document will be used, any special instructions that may be required and a \$10 fee.

The Arkansas Secretary of State's office issued over 6,100 Apostilles and certifications over the past year. For more information, you may want to visit the following web sites:

Hague Convention: [www.hcch.net](http://www.hcch.net)

U.S. State Department: [www.state.gov](http://www.state.gov)

